

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>IN RE:</b>	§	
	§	
<b>FIELDWOOD ENERGY LLC, et al.,<sup>1</sup></b>	§	<b>Case No. 20-33948 (MI)</b>
	§	<b>(Chapter 11)</b>
<b>DEBTORS.</b>	§	<b>(Jointly Administered)</b>
	§	

**NOTICE OF APPEARANCE, REQUEST FOR ALL  
NOTICES, AND DEMAND FOR SERVICE OF PAPERS**  
**[This instrument relates to Docket Nos. 1284 & 1286]**

**PLEASE TAKE NOTICE** that SM Energy Company ("SM Energy") hereby submits this notice (the "Opt Out Notice") of opt out with respect to the releases (the "Releases") set forth in Section 10.7(b) of the *Fourth Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and its Affiliated Debtors* [Docket No. 1284] (as may be amended, revised, or supplemented, the "Plan") filed by the above-captioned debtors (collectively, the "Debtors").

**PLEASE TAKE FURTHER NOTICE** that SM Energy did not receive a Release Opt Out Form (as such term is defined in Exhibit 8 to the Court's Amended Order approving, *inter alia*, the Debtors' Disclosure Statement [Docket No. 1286]), nor did SM Energy receive a ballot to vote on the Plan. Accordingly, and although SM Energy is not within the definition of "Releasing Parties" under the Plan, out of an abundance of caution and for the avoidance of any doubt, SM Energy does not consent to, affirmatively opts out of, and elects not to grant the third-party releases and related injunctions contained in the Plan.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors' primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

**WHEREFORE**, by this Opt Out Notice, SM Energy does not consent to and affirmatively elects to opt out of the Plan's third-party release provisions and Releases, as they are currently drafted or as they may be amended from time to time, and otherwise reserves all rights and remedies at law or in equity without waiving any such rights or remedies.

**DATED: June 7, 2021.**

Respectfully submitted,

**WINSTEAD PC**

By: /s/ Sean B. Davis

Sean B. Davis  
Texas Bar No. 24069583  
S.D. Tex. No. 1048341  
Steffen R. Sowell  
Texas Bar No. 24107926  
S.D. Tex. No. 3599931  
600 Travis Street  
Suite 5200  
Houston, Texas 77002  
Telephone: (713) 650-8400  
Facsimile: (713) 650-2400

**ATTORNEYS FOR SM ENERGY COMPANY**

**CERTIFICATE OF SERVICE**

I hereby certify that on June 7, 2021, a true and correct copy of the foregoing Opt Out Notice was electronically mailed to the parties that are registered or otherwise entitled to receive electronic notices in these cases pursuant to the Electronic Filing Procedures in this District.

/s/ Sean B. Davis

One of Counsel